

SHRI KALYAN HOLDINGS LIMITED

CIN: L67120MH1993PLC070526

Regd office: Saptashrungi Apartment, Flat No -1 Ground Floor, Plot No - 282 A & 285, Sarsole (G.E.S.) Sector-6, Nerul (West),
Navi Mumbai-400706

Corporate/correspondence office: B-19, Lal Bahadur Nagar East, Behind Kesar Kothi, J.L.N. Marg, Jaipur-302017, (Rajasthan)
Tel. No & Fax. : 0141-2554270, 0141-4034062

Website: www.shrikalyan.com, E-Mail: shrikalyan25@hotmail.com

Result of Postal Ballot including e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Day and Date of declaration of result of the Postal Ballot (including E-voting)	Saturday, 18 th February, 2017
Total Number of shareholders as on record date	99
No. of shareholders present in the meeting either in person or through proxy	N.A.
No. of shareholders attended the meeting through video Conferencing	N.A.

Agenda-wise voting results

Item No 1: Alteration of the Main Object Clause of the Memorandum of Association of the Company

Resolution required: (Ordinary/Special)	Special Resolution
Whether promoter and promoter group are interested in the agenda/resolution	No

Category	Mode of voting	No. of shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3)=[(2)/(1)]*100	No. of votes-in favour (4)	No. of votes Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes Against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Groups	E-voting	67,20,600	67,20,600	100	67,20,600	0	100.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		67,20,600	100	67,20,600	0	100.00	0.00
Public Institutions	E-voting	1,96,900	0	0.00	0	0	0.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	30,57,000	8,70,200	28.47	8,70,200	0	100.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8,70,200	28.47	8,70,200	0	100.00	0.00
Grand Total		99,74,500	75,90,800	76.10	75,90,800	0	100.00	0.00

Result: Resolution passed with requisite majority

FOR SHRI KALYAN HOLDINGS LIMITED



Komal Gandhi

**CS KOMAL GANDHI
COMPANY SECRETARY &
COMPLIANCE OFFICER**

MANOJ MAHESHWARI
COMPANY SECRETARY

(2370 954; 93145 04821(M))

E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

Scrutinizer's Report

To,
Chairman
Shri Kalyan Holdings Limited
B-19, Lal Bahadur Nagar East, Behind Kesar Kothi,
J.L.N Marg, Jaipur 302017 (Rajasthan)

Dear Sir,

Sub: Scrutinizer's Report on Passing of Resolution through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of **SHRI KALYAN HOLDINGS LIMITED** (hereinafter referred to as "Company") on Tuesday, January 10, 2017, I had been appointed as the scrutinizer to receive, process and scrutinize the postal ballot papers along with e-votes in respect of the Resolution as circulated in the Postal Ballot Notice dated January 10, 2017 in fair and transparent manner and ascertaining the requisite majority in respect of the Resolution contained in the Postal Ballot Notice.

To enable wider participation of equity shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the rules framed thereunder vide The Companies (Management and Administration) Rules, 2014 including The Companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Regulations"), every company having its equity shares listed on Recognized Stock Exchange(s), is required to provide e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meetings or through postal ballot. Since the Company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Regulations, e-voting which has been made applicable, the company provided for the same.

The Company accordingly made arrangements with the system provider Central Depository Services Limited (herein after referred to as "CDSL"), Depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, **Beetal Financial & Computer Services Pvt. Ltd.** (herein after referred to as "RTA") to set up the e-voting facility on the CDSL e-voting Website <https://www.evotingindia.com>.

The Company through RTA has also uploaded the resolution in which e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by CDSL, the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the Notice of Postal Ballot and E-voting dated January 10, 2017 sent to all the shareholders by electronic means via e-mail and partly by courier on or before January 17, 2017. The shareholders of the Company as on the cut-off date i.e. Friday, January 06, 2017 were entitled to vote on the resolutions contained in the Postal Ballot Notice. As stated in the Postal Ballot Notice, the Company fixed 5:00 p.m. on Thursday, February 16, 2017 as the last date for receipt of Postal Ballot Forms and remote e-voting.



MANOJ MAHESHWARI
COMPANY SECRETARY

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The approved notice of Postal Ballot and E-voting contains the following resolution:

AGENDA	TYPE AND DESCRIPTION OF RESOLUTION
1) Special Resolution Approval for amendment of Clause III of the Memorandum of Association of the Company	Special Resolution under Section 13 and other applicable provisions, if any, of the Companies Act 2013, to alter Clause III of the Memorandum of Association relating to the objects of the company.

Further to the above, I submit my report as under:-

- 1) That the Postal Ballot Notice dated January 10, 2017, under section 101 of the Companies Act, 2013 was dispatched to all shareholders as on the cut-off date i.e. to 41 (Forty one) shareholders by means of Courier and 58 (Fifty Eight) shareholders by means of E-mail on or before January 17, 2017. As confirmed by management, there were no such envelopes containing Postal Ballot Notice which were returned undelivered but there were 11 (Eleven) e-mails which were bounced back and notices were delivered to such shareholders physically.
- 2) As stated in Rule 22 of The Companies (Management and Administration) Rules, 2014 (as amended), an advertisement was published by the company on January 18, 2017, in "The Free Press Journal", English newspaper in English language and in "Navshakti" Vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the Postal Ballot and e-voting Notice, by means of Courier and E-mail to the shareholders along with other related matters mentioned therein.
- 3) The remote e-voting period commenced from Wednesday, January 18, 2017 at 10:00 a.m. and concluded on Thursday, February 16, 2017 at 5.00 p.m. The data was scrutinized by me for verification of votes cast in favour and against the resolution. I have downloaded the data of remote E-voting after the E-voting module was disabled by CDSL e-voting platform on February 16, 2017 at 5.00 p.m.
- 4) I have received **Nil** Postal Ballot Forms from the shareholders during the period starting from Wednesday, January 18, 2017 at 10:00 a.m. and ended on Thursday, February 16, 2017 at 5.00 p.m.
- 5) The total number of fully paid up shares of the company outstanding as on Friday, January 06, 2017 were 99,74,500. As on cut-off date, out of 99 (Ninety Nine) shareholders, 33 (Thirty Three) shareholders have exercised their votes through remote e-voting and nil shareholder has exercised their vote through Postal Ballot.

The details of results for the items placed for consideration by the members are given below:



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COMPANY SECRETARY

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Item No 1: Special Resolution for amendment of Clause III of the Memorandum of Association of the Company

Total No. of Shareholders	99		
Total No. of Shares	99,74,500		
Receipt of postal Ballot Forms/e-voting	From January 18, 2017 to February 16, 2017		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	33	75,90,800
Total Votes cast through Postal Ballot forms received	B	0	0
Grand Total of remote e-voting/Postal Ballot Form (A+B)	C	33	75,90,800
Less: Invalid remote e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated)	D	0	0
Net remote e-voting/Postal Ballot Forms (C-D)	E	33	75,90,800

NOTES:

- (i) There is no case where the shareholder has voted both through Postal Ballot and through remote e-voting.
(ii) Invalid voting was not taken into account for counting of votes.

SUMMARY OF POSTAL BALLOT

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	67,20,600	67,20,600	100	67,20,600	0	100	0.00
Public institutional holders	1,96,900	--	--	--	--	--	--
Public-others	30,57,000	8,70,200	28.47	8,70,200	0	100	0.00
Total	99,74,500	75,90,800	76.10	75,90,800	0	100	0.00

Percentage of Votes cast in favour: **100**

Percentage of votes cast against: **0.00**

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%; I report that the Special Resolution set out at item no. 1 in the notice of postal ballot dated January 10, 2017 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the last date of receipt of postal ballot form and remote e-voting i.e. February 16, 2017.



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I further report that as per the Postal Ballot Notice dated January 10, 2017 and the Board Resolution dated January 10, 2017, the Chairman or any other authorized director of the company may declare and confirm the above results of voting by postal ballot in respect of the resolutions referred therein. The results of Postal Ballot together with the Scrutinizer's Report would be displayed on the Company's website www.shrikalyan.com and on the website of CDSL within 2 days of passing of the resolution and shall also be communicated to the Stock Exchange(s).

The register of postal ballot received till the close of the working hours of the last date of receipt of ballots giving the serial no., ballot no., client id/folio no., name and address of the shareholders, total holding and the nominal value, votes cast for, votes cast against, invalid ballots, reasons for invalidation and mode of voting (postal ballot or e-voting both) in respect of the Resolution has been maintained.

I further report that the Company has duly complied with Rule 22 of The Companies (Management and Administration) Rules, 2014 (as amended) regarding procedure to be followed for conducting business through postal ballot. I further report that as per the said rules, the records maintained by me including the data as obtained from CDSL, the system provider for the remote e-voting facility extended by them are in my safe custody which will be handed over to the Chairman or any other authorized director of the company after he approves and signs the minutes.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Yours Faithfully,



CS Manoj Maheshwari
Scrutinizer
FCS: 3355
C.P. No.: 1971

FOR SHRI KALYAN HOLDINGS LIMITED
For Shri Kalyan Holdings Limited


Authorised Signatory/Director

Rajendra Kumar Jain
Chairman
DIN: 00168151

Date: 18th February, 2017
Place: Jaipur